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 Attorney for Plaintiff Alaska Electrical Pension Fund

[Additional Counsel Appear On Signature Page]

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

E-FILED - 9/12/06

JOSHUA TEITELBAUM, in the right of
 and for the benefit of Novellus Systems,
 Inc.,

Plaintiff,

v.

RICHARD S. HILL, JEFFREY C.
 BENZING, D. JAMES GUZY, GLEN G.
 POSSLEY, J. DAVID LITSTER, TOM
 LONG, ROBERT H. SMITH, WILLIAM R.
 SPIVEY, NEIL R. BONKE, YOUSSEF A.
 EL-MANSY, YOSHIO NISHI, ANN D.
 RHOADS, AND DELBERT A.
 WHITAKER,

Defendants,

and

NOVELLUS SYSTEMS, INC.,

Nominal Defendant.

) CASE NO. C 06-03514 RMW

) **REVISED STIPULATION AND**
) **[PROPOSED] ORDER CONSOLIDATING**
) **CASES FOR ALL PURPOSES,**
) **APPOINTING LEAD PLAINTIFF AND**
) **COUNSEL, AND SETTING SCHEDULE**
) **FOR FILING OF CONSOLIDATED**
) **COMPLAINT**

) DATE:

) TIME:

) COURTROOM:

) JUDGE:

Ronald M. Whyte

1 WHEREAS, there are currently two derivative actions pending in the Northern District of
2 California against Nominal Defendant Novellus Systems, Inc. and others arising out of a common
3 set of facts.

4 WHEREAS, the parties agree that the related derivative actions involve common questions
5 of law and fact and should be consolidated to avoid unnecessary costs and delay.

6 WHEREAS, after meeting and conferring, plaintiffs agree that the Alaska Electrical
7 Pension should be appointed Lead Plaintiff and Lerach Coughlin Stoia Geller Rudman & Robbins
8 LLP and Wolf Haldenstein Adler Freeman & Herz LLP should be appointed Lead Counsel; and

9 WHEREAS, defendants take no position as to the appointment of the Alaska Pension Fund
10 as Lead Plaintiff and Lerach Coughlin Stoia Geller Rudman & Robbins LLP and Wolf
11 Haldenstein Adler Freeman & Herz LLP as Lead Counsel.

12 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between
13 the undersigned counsel for plaintiffs and defendants, subject to the approval of the Court, as
14 follows:

15 **CONSOLIDATION OF RELATED ACTIONS**

16 1. Under Federal Rule of Civil Procedure 42(a), the following cases are consolidated
17 for all purposes, including, but not limited to, discovery, pretrial proceedings and trial
18 proceedings:

Abbreviated Case Name	Case Number	Date Filed
<i>Teitelbaum v. Hill, et al.</i>	5:06-cv-03514-RMW	May 31, 2006
<i>Alaska Electrical Pension Fund v. Hill, et al.</i>	5:06-cv-03870-JF	June 21, 2006

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24 2. The consolidated cases shall be identified as: *In re Novellus Systems, Inc.*
25 *Derivative Litig.*, Master File No. CV 06-03514-RMW. Any other actions now pending or
26 hereafter filed in this District which arise out of the same facts and claims as alleged in these
27 related actions shall be consolidated for all purposes if and when the Court is apprised of them.
28 The parties shall notify the Court of any other action which is now pending or thereafter filed

REVISED STIP & [PROP] ORD CONSOLIDATING CASES FOR ALL PURPOSES, APPOINTING LEAD PLTF
& COUNS, & SETTING SCHEDULE FOR FILING OF CONSOLIDATED CPT - CASE NO. C 06-03514 RMW

outside of this District which may be related to the subject matter of these consolidated actions if and when they become aware of such actions.

3. Every pleading filed in these consolidated actions, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE NOVELLUS SYSTEMS, INC. DERIVATIVE LITIGATION)	Master File No. CV 06-03514-RMW
)	
)	<u>DERIVATIVE ACTION</u>

This Document Relates To:

4. When a pleading is intended to be applicable to all actions to which this Order is applicable, the words "All Actions" shall appear immediately after the words "This Document Relates To:" in the caption set out above. When a pleading is intended to be applicable only to some, but not to all, of such actions, this Court's docket number for each individual action to which the paper is intended to be applicable and the last name of the first-named plaintiff in said action shall appear immediately after the words "This Document Relates To:" in the caption described above.

APPOINTMENT OF LEAD COUNSEL

1. Plaintiff Alaska Electrical Pension Fund shall be appointed Lead Plaintiff.
2. The law firm of Wolf Haldenstein Adler Freeman & Herz, LLP and Lerach Coughlin Stoia Geller Rudman & Robbins LLP shall be appointed Lead Counsel for plaintiffs in

1 the consolidated *In re Novellus Systems, Inc. Derivative Litigation*.¹

2 3. Lead Counsel shall have authority to speak for plaintiffs in matters regarding
3 pretrial and trial procedure and settlement negotiations, and shall make all work assignments in
4 such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid
5 duplicative or unproductive effort.
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7 4. Lead Counsel shall be responsible for coordination of all activities and appearances
8 on behalf of plaintiffs and for the dissemination of notices and orders of this Court. No motion,
9 request for discovery or other pretrial proceedings shall be initiated or filed by plaintiffs except
10 through Lead Counsel.

11 5. Lead Counsel also shall be available and responsible for communications to and
12 from this Court. Lead Counsel shall be responsible for the creation and maintenance of a master
13 service list of all parties and their respective counsel.

14 6. Defendants' counsel may rely upon all agreements made with Lead Counsel, or
15 other duly authorized representatives of plaintiffs, and such agreements shall be binding on
16 plaintiffs.
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27 ¹ Defendants take no position as to the appointment of plaintiff Alaska Electrical Pension Fund as
28 Lead Plaintiff and the appointment of Wolf Haldenstein Adler Freeman & Herz, LLP and Lerach Coughlin
Stoia Geller Rudman & Robbins LLP as Lead Counsel.

SCHEDULE FOR CONSOLIDATED COMPLAINT

1. Plaintiffs shall file a Consolidated Complaint which shall be deemed the operative complaint, superseding all complaints filed in any of the actions consolidated hereunder. Plaintiffs shall file a Consolidated Complaint within 45 days of the entry of order appointing Lead Counsel. Defendants shall have 45 days to file any responsive pleading. The parties will meet and confer and report to the Court on an acceptable briefing and hearing schedule for any responsive pleadings.

DATED: September 7, 2006

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FREEMAN & HERZ, LLP
FRANCIS M. GREGOREK
BETSY C. MANIFOLD
FRANCIS A. BOTTINI, JR.
RACHELE R. RICKERT


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Counsel for Plaintiff Joshua Teitelbaum

DATED: September 7, 2006

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Attorney for Plaintiff Alaska Electrical Pension Fund

1
2 DATED: September 7, 2006

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ELIZABETH J. MILES

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Attorney for Nominal Defendant Novellus Systems,
Inc. and defendants Richard S. Hill, Jeffrey C.
Benzing, D. James Guzy, Glen G. Possley, J. David
Litster, Tom Long, Robert H. Smith, William R.
Spivey, Neil R. Bonke, Youssef A. El-Mansy,
Yoshio Nishi, Ann D. Rhoads, And Delbert A.
Whitaker

REVISED STIP & [PROP] ORD CONSOLIDATING CASES FOR ALL PURPOSES, APPOINTING LEAD PLTF
& COUNS, & SETTING SCHEDULE FOR FILING OF CONSOLIDATED CPT - CASE NO. C 06-03514 RMW

1 Under F.R.C.P. 42(a), the two derivative action cases listed herein are hereby consolidated
2 for all purposes. Plaintiff Alaska Electrical Pension Fund shall be appointed Lead Plaintiff. The
3 law firms of Wolf Haldenstein Adler Freeman & Herz, LLP and Lerach Coughlin Stoia Geller
4 Rudman & Robbins LLP shall be appointed Lead Counsel for plaintiffs. Plaintiffs shall serve a
5 Consolidated Amended Complaint within 45 days of an order appointing Lead Counsel and
6 Defendants shall file a responsive pleading within 45 days of service of the Consolidated
7 Complaint.

8 **IT IS SO ORDERED**

9 Dated: 9/12/06

/S/ RONALD M. WHYTE
UNITED STATES DISTRICT
COURT JUDGE

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REVISED STIP & [PROP] ORD CONSOLIDATING CASES FOR ALL PURPOSES, APPOINTING LEAD PLTF
& COUNS, & SETTING SCHEDULE FOR FILING OF CONSOLIDATED CPT - CASE NO. C 06-03514 RMW

DECLARATION OF SERVICE

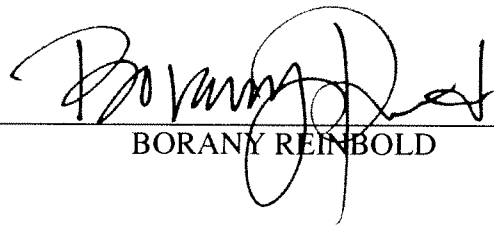
I, BORANY REINBOLD, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested in the within action; that declarant's business address is 750 B Street, Suite 2770, San Diego, California. 92101.

2. That on September 7, 2006, declarant served the **REVISED STIPULATION AND [PROPOSED] ORDER CONSOLIDATING CASES FOR ALL PURPOSES, APPOINTING LEAD PLAINTIFF AND COUNSEL, AND SETTING SCHEDULE FOR FILING OF CONSOLIDATED COMPLAINT** via the CM/ECF System and via U.S. Mail to the parties.

3. That there is regular communication between the parties.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 7th day of September 2006, at San Diego, California.


BORANY REINBOLD